

NORTON ROSE FULBRIGHT US LLP

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Voyager Aviation Holdings, LLC *et al.*,
Debtors.¹

Chapter 11

Case No. 23-11177 (JPM)

Jointly Administered

**JOINDER OF LANDESBANK HESSEN-THÜRINGEN GIROZENTRALE TO
AIRCRAFT FINANCE INSURANCE CONSORTIUM INSURERS' OBJECTION
TO MOTION OF VOYAGER AVIATION HOLDINGS, LLC AND OTHER
PARTICIPATION ASSETS DEBTORS FOR ENTRY OF ORDER, PURSUANT TO 11
U.S.C. §§ 363(b), 363(f) AND 365(a) (I) AUTHORIZING ASSUMPTION OF
PARTICIPATION AGREEMENT AND RELATED TRANSACTIONS, (II)
AUTHORIZING SALE OF PARTICIPATION INTERESTS AND RELATED
TRANSACTIONS, (III) APPROVING LIQUIDATED DAMAGES IF PARTICIPATION
ASSETS ARE SOLD TO ANY OTHER PERSON
OR ENTITY AND (IV) GRANTING RELATED RELIEF**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Voyager Aviation Holdings, LLC (8601); A330 MSN 1432 Limited (N/A); A330 MSN 1579 Limited (N/A); Aetios Aviation Leasing 1 Limited (N/A); Aetios Aviation Leasing 2 Limited (N/A); Cayenne Aviation LLC (9861); Cayenne Aviation MSN 1123 Limited (N/A); Cayenne Aviation MSN 1135 Limited (N/A); DPM Investment LLC (5087); Intrepid Aviation Leasing, LLC (N/A); N116NT Trust (N/A); Panamera Aviation Leasing IV Limited (N/A); Panamera Aviation Leasing VI Limited (N/A); Panamera Aviation Leasing XI Limited (N/A); Panamera Aviation Leasing XII Designated Activity Company (N/A); Panamera Aviation Leasing XIII Designated Activity Company (N/A); Voyager Aircraft Leasing, LLC (2925); Voyager Aviation Aircraft Leasing, LLC (3865); Voyager Aviation Management Ireland Designated Activity Company (N/A); and Voyager Finance Co. (9652). The service address for each of the Debtors in these cases is 301 Tresser Boulevard, Suite 602, Stamford, CT 06901.

Landesbank Hessen-Thüringen Girozentrale (“Helaba”), party to those certain MSN 63695 Aircraft Financing Documents, as funder owed not less than \$66,247,125.37 secured by the Collateral thereunder, hereby joins in, adopts and incorporates by reference the arguments made in *Aircraft Finance Insurance Consortium Insurers’ Objection to Motion of Voyager Aviation Holdings, LLC and Other Participation Assets Debtors for Entry of Order, Pursuant to 11.U.S.C. §§ 363(b), 363(f) and 365(A) (I) Authorizing Assumption of Participation Agreement and Related Transactions, (II) Authorizing Sale of Participation Interests and Related Transactions, (III) Approving Liquidated Damages if Participation Assets are Sold to Any Other Person or Entity and (IV) Granting Related Relief* [Dkt. No. [●]] (the “AFIC Objection”) filed by the Aircraft Finance Insurance Consortium insurers on September 7, 2023, objecting to the Motion filed by the P.A. Debtors on August 3, 2023. Capitalized terms used but not otherwise defined have the same meaning ascribed to such terms in the AFIC Objection.

For all the foregoing reasons and those set forth in the AFIC Objection, Helaba respectfully requests that the Court deny the Motion.²

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² Helaba expressly reserves all rights, claims, defenses, and remedies, including, without limitation, those under the Financing Documents and under the credit support, guarantee, and/or insurance agreements provided by AFIC, and to supplement and amend this Joinder, to raise further and other objections to the Motion, and to introduce evidence prior to or at any hearing regarding the Motion in the event that the AFIC Objection and this Joinder are not resolved prior to such hearing. The filing of this Joinder nor anything herein shall be or be deemed to constitute a waiver of any such rights and claims.

Dated: September 7, 2023
New York, New York

Respectfully submitted,

NORTON ROSE FULBRIGHT US LLP

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